

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

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In re:	:
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THE BROWN PUBLISHING	:
COMPANY,	:
DAN’S PAPERS, INC.,	:
BROWN MEDIA HOLDINGS	:
COMPANY,	:
BOULDER BUSINESS INFORMATION	:
INC.,	:
BROWN BUSINESS LEDGER, LLC,	:
BROWN PUBLISHING INC., LLC,	:
BUSINESS PUBLICATIONS, LLC,	:
THE DELAWARE GAZETTE	:
COMPANY,	:
SC BIZ NEWS, LLC,	:
TEXAS COMMUNITY NEWSPAPERS,	:
INC.,	:
TEXAS BUSINESS NEWS, LLC,	:
TROY DAILY NEWS, INC.,	:
UPSTATE BUSINESS NEWS, LLC,	:
UTAH BUSINESS PUBLISHERS, LLC,	:
ARG, LLC,	:
Debtors.	:
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Chapter 11
Case No. 10-73295 (DTE)
(Jointly Administered)

**ORDER DENYING MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS TO PROHIBIT BANK GROUP FROM CREDIT BIDDING
PURSUANT TO BANKRUPTCY CODE SECTION 363(K)**

Upon the motion (the “Motion”)¹ of the Official Committee of Unsecured Creditors of The Brown Publishing Company, et al. (the “Debtors”) for entry of an order prohibiting PNC Bank, National Association (“PNC”), as borrower and agent for various lenders that are party to the Amended and Restated First Lien Credit Agreement, dated September 19, 2007, with the Debtors (collectively, the “Bank Group”), on its behalf and on behalf of the Bank Group, from credit bidding in connection with the Debtors’ proposed sale of substantially all of their assets

¹ Capitalized terms not otherwise defined herein shall be given the meanings ascribed to them in the Motion.

(the “Sale”) and granting such other and further relief that the Court deems just and proper; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and venue being proper before this Court under §§ 1408 and 1409; and consideration of the Motion and the relief requested being a core proceeding as defined in 28 U.S.C. §157(b)(2); and due and proper notice of the Motion having been given, and it appearing that no other or further notice need be provided; and the Court having considered the Motion, the Objection of PNC Bank, N.A. to the Motion of the Official Committee of Unsecured Creditors to Prohibit Bank Group From Credit Bidding Pursuant to Bankruptcy Code Section 363 and the Debtors’ Objection to Motion of the Official Committee of Unsecured Creditors to Prohibit Bank Group From Credit Bidding Pursuant to Bankruptcy Code Section 363(k); and a hearing on the Motion having been held before the Court on July 15, 2010 (the “Hearing”); and upon all of the proceedings had before the Court and upon due deliberation and sufficient cause appearing therefor; and for the reasons set forth by the Court on the record at the Hearing, it is hereby:

ORDERED, that the Motion is denied.

Dated: Central Islip, New York
July *16*, 2010

s/ Dorothy Eisenberg
United States Bankruptcy Judge